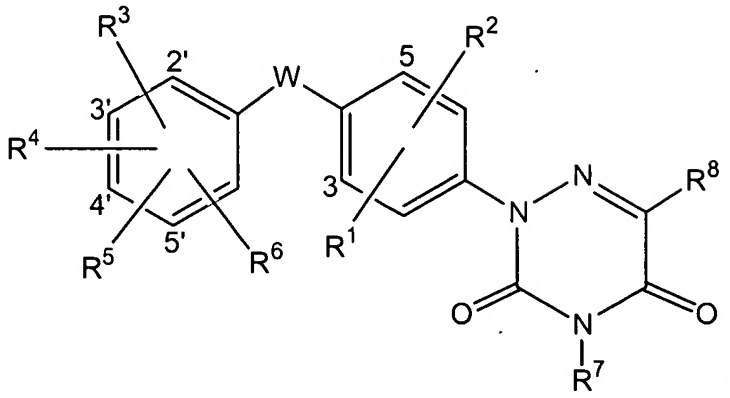
Listing of Claims:

Claim 1 (Original). A compound of Formula I



(I)

an isomer thereof, a prodrug of said compound or isomer, or a pharmaceutically acceptable salt of said compound, isomer or prodrug;

wherein W is (a) -O-, (b) $-S(O)_m-$, (c) $-NR^{30}-$, (d) -C(O)-, (e) -HC=CH-, (f) $-CH_2-$, (g) -CHF-, (h) $-CF_2-$ or (i) -CH(OH)-;

R^1 and R^2 are independently (a) hydrogen, (b) halogen, (c) $-(C_1-C_6)$alkyl, (d) -CN, (e) $-OR^{12}$ or (f) -trifluoromethyl;

R^3 is (a) hydrogen, (b) halogen, (c) $-(C_1-C_6)$alkyl optionally substituted with one to three substituents independently selected from the group consisting of halogen, $-OCF_3$ and $-CF_3$, (d) -CN, (e) $-OR^{12}$, (f) -trifluoromethyl, (g) $-NO_2$, (h) $-SO_2-R^{13}$, (i) $-C(O)_2R^9$, (j) $-C(O)NR^{19}R^{20}$, (k) $-C(O)R^{16}$, (l) $-NR^{21}C(O)-NR^{21}R^{22}$, (m) $-NR^{19}-C(O)R^{20}$ or (n) $-NR^{17}R^{18}$;

R^4 is (a) $-C(R^{14})(R^{15})(R^{16})$, (b) $-(C_0-C_3)$alkyl-$NR^{17}R^{18}$, (c) $-C(O)NR^{19}R^{20}$, (d) $-NR^{19}-C(O)-R^{20}$, (e) $-(C_0-C_3)$alkyl-$NR^{21}-C(O)-NR^{21}R^{22}$, (f) $-S(O)_m-R^{22}$, (g) $-S(O)_2-NR^{21}R^{22}$, (h) $-NR^{21}-S(O)_2-R^{22}$, (i) -aryl, (j) -het, (k) $-OR^{33}$ or (l) halogen; provided that in substituents (f) and (h), R^{22} is other than $-OR^{34}$; and provided that when substituent (b) is $-(C_0)$alkyl-$NR^{17}R^{18}$, R^{18} is other than $-C(O)-R^{28}$ or $-S(O)_2-R^{29}$;

or R^3 and R^4 may be taken together to form a carbocyclic ring of Formula $-(CH_2)_b-$ or a heterocyclic ring selected from the group consisting of $-Q-(CH_2)_c-$ and $-(CH_2)_j-Q-(CH_2)_k-$ wherein Q is O, S or NR^{25}; wherein said carbocyclic ring is optionally substituted with one or more substituents independently selected from Group V; and wherein said heterocyclic ring is optionally substituted with one or more substituents independently selected from Group Z;

R^5 is $-OR^{23}$;

or R^4 and R^5 may be taken together to form a heterocyclic ring selected from the group consisting of $-CR^{31}=CR^{32}-NH-$, $-N=CR^{31}-NH-$, $-CR^{31}=CR^{32}-O-$ and $-CR^{31}=CR^{32}-S-$;

R^6 is (a) hydrogen, (b) halogen, (c) $-(C_1-C_6)$alkyl optionally substituted with one to three substituents independently selected from the group consisting of halogen, $-OCF_3$ and $-CF_3$, (d) -CN, (e) $-OR^{12}$, (f) -trifluoromethyl, (g) $-NO_2$, (h) $-SO_2-R^{13}$, (i) $-C(O)_2R^9$, (j) $-C(O)NR^{19}R^{20}$, (k) $-C(O)R^{16}$, (l) $-NR^{21}C(O)NR^{21}R^{22}$, (m) $-NR^{19}-C(O)R^{20}$ or (n) $-NR^{17}R^{18}$;

R^7 is (a) hydrogen, (b) $-(C_1-C_4)$alkyl wherein each carbon atom is optionally substituted with 1 to 3 halo atoms or (c) $-(CH_2)_nCOOR^9$;

R^8 is (a) hydrogen, (b) $-(C_1-C_6)$alkyl, (c) $-C(O)-OR^9$, (d) $-C(O)NR^{10}R^{11}$ or (e) -CN; provided that in substituent (c), R^9 is other than methyl or ethyl; and provided that in substitutent (d), R^{10} and R^{11} are not both hydrogen;

R^9 is (a) $-(C_1-C_{12})$alkyl optionally substituted with one or more substitutents independently selected from Group V, (b) $-(C_2-C_{12})$alkenyl optionally substituted with phenyl, (c) $-(C_2-C_{12})$dialkenyl, (d) $-(C_3-C_{10})$cycloalkyl, (e) -aryl or (f) -het;

R^{10} and R^{11} are independently (a) hydrogen, (b) $-(C_1-C_{12})$alkyl optionally substituted with one or more substituents independently selected from Group V, (c) $-(C_3-C_{10})$cycloalkyl optionally substituted with one or more substituents independently selected from Group V, (d) $-(C_2-C_{12})$alkenyl or (e) -het;

or R^{10} and R^{11} for any occurrence may be taken together with the nitrogen atom to which are they attached to form het;

R^{12} is (a) hydrogen or (b) $-(C_1-C_6)$alkyl wherein each carbon atom is optionally substituted with 1 to 3 fluoro atoms;

R^{13} is (a) $-(C_1-C_{12})$alkyl optionally substituted with one or more substituents independently selected from Group V, (b) $-(C_2-C_{12})$alkenyl, (c) $-(C_3-C_{10})$cycloalkyl, (d) $-NR^{17}R^{18}$, (e) -aryl or (f) -het;

R^{14} is (a) hydrogen, (b) $-(C_1-C_6)$alkyl or (c)$-O-R^{34}$;

R^{15} is (a) hydrogen or (b) $-(C_1-C_6)$alkyl;

or R^{14} and R^{15} are taken together with the carbon atom to which they are attached to form a carbonyl group;

R^{16} is (a) hydrogen, (b) $-(C_1-C_6)$alkyl wherein each carbon atom is optionally substituted with 1 to 3 fluoro atoms, (c) $-(C_0-C_6)$alkyl-(C_3-C_{10})cycloalkyl, (d) $-(C_0-C_6)$alkyl-aryl or (e) $-(C_0-C_6)$alkyl-het;

R^{17} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -aryl, (d) -het, (e) -OR^{34} or (f) -(C_3-C_{10})cycloalkyl;

R^{18} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -aryl, (d) -het, (e) -C(O)-R^{28}, (f) -$S(O)_2$-R^{29}, (g) -OR^{34} or (h) -(C_3-C_{10})cycloalkyl;

or R^{17} and R^{18} for any occurrence are taken together with the nitrogen atom to which they are attached to form het;

R^{19} and R^{20} for each occurrence are independently
(a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_0-C_6)alkyl-aryl,
(d) -(C_0-C_6)alkyl-het, (e) -C(O)-$NR^{26}R^{27}$, (f) -C(O)-R^{28}, (g) -$S(O)_2$-R^{29}, (h) -OR^{34} or
(i) -(C_3-C_{10})cycloalkyl;

or R^{19} and R^{20} for any occurrence are taken together with the nitrogen atom to which they are attached to form het;

R^{21} and R^{22} for each occurrence are independently
(a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one to three substituents independently selected from Group V, (c)-aryl, (d) -het, (e) -(C_3-C_{10})cycloalkyl or
(f) -OR^{34};

or R^{21} and R^{22} are taken together with the nitrogen atom to which they are attached to form het;

R^{23} is (a) hydrogen, (b) -(C_1-C_4)alkyl optionally substituted with one or more substituents independently selected from Group V or (c) -C(O)-R^{24};

R^{24} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_2-C_{12})alkenyl, (d) -(C_3-C_{10})cycloalkyl, (e) -aryl or (f) -het;

R^{25} for each occurrence is independently (a) hydrogen, (b) -(C_1-C_6)alkyl,
(c) -COR^{29} or (d) -SO_2R^{29};

R^{26} and R^{27} for each occurrence are independently (a) hydrogen,
(b) -(C_1-C_6)alkyl, (c) -(C_3-C_{10})cycloalkyl, (d) -(C_0-C_6)alkyl-aryl, or (e) -(C_0-C_6)alkyl-het,

R^{28} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_2-C_{12})alkenyl, (d) -(C_3-C_{10})cycloalkyl, (e) -aryl or (f) -het;

R^{29} is (a) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (b) -(C_2-C_{12})alkenyl, (c) -(C_3-C_{10})cycloalkyl, (d) -aryl or (e) -het;

R^{30} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_1-C_{12})alkenyl, (d) -(C_3-C_{10})cycloalkyl, (e) -C(O)-R^{31} or (f) -$S(O)_m$-R^{32};

R^{31} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_2-C_{12})alkenyl, (d) -(C_3-C_{10})cycloalkyl, (e) –aryl, (f) –het or (g) –OR^{34};

R^{32} is (a) hydrogen, (b) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (c) -(C_2-C_{12})alkenyl, (d) -(C_3-C_{10})cycloalkyl, (e) -aryl or (f) –het;

R^{33} is (a) -(C_0-C_6)alkyl-aryl, (b) -(C_0-C_6)alkyl-het, (c) -(C_7-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (d) -(C_1-C_6)alkyl wherein at least one carbon atom is substituted with 1 to 3 fluoro atoms, (e) -(C_2-C_{12})alkenyl or (f) -(C_3-C_{10})cycloalkyl;

R^{34} is (a) -aryl, (b) -het , (c) -(C_1-C_{12})alkyl optionally substituted with one or more substituents independently selected from Group V, (d) -(C_2-C_{12})alkenyl or (e) -(C_3-C_{10})cycloalkyl;

-(C_3-C_{10})cycloalkyl for each occurrence is a fully or partially saturated mono-, bi- or tricyclic ring containing three to ten carbon atoms; wherein in the bicyclic ring, a monocyclic cycloalkyl ring is spiro fused to another cycloalkyl ring or is fused via two carbon atoms to a benzene ring or another cycloalkyl ring; and wherein in the tricyclic ring, a bicyclic ring is spiro fused to a cycloalkyl ring or is fused via two atoms to a benzene ring or another cycloalkyl ring;

said -(C_3-C_{10})cycloalkyl optionally contains one to three bridging atoms independently selected from carbon, oxygen, sulfur and nitrogen; said bridging atoms are attached to two carbon atoms in the ring; and said bridging atoms are optionally substituted with one to three groups independently selected from -(C_1-C_6)alkyl and hydroxy;

said cycloalkyl ring is optionally substituted on one ring if the moiety is monocyclic, on one or both rings if the moiety is bicyclic, or on one, two or three rings if the moiety is tricyclic, with one or more substitutents independently selected from Group V;

Group V is (a) -(C_1-C_6)alkyl optionally substituted with one or two hydroxy, (b) -(C_2-C_5)alkynyl, (c) -halogen, (d) -$NR^{35}R^{36}$, (e) -NO_2, (f) -OCF_3, (g) -OR^{37}, (h) -SR^{37}, (i) -oxo, (j) -trifluoromethyl, (k) -CN, (l) -C(O)NR^{35}-OH, (m) -$COOR^{35}$, (n) -O-C(O)-(C_1-C_6)alkyl, (o) -(C_3-C_{10})cycloalkyl optionally substituted with CN, (p) -(C_0-C_6)alkyl-aryl, (q) -(C_0-C_6)alkyl-het, (r) -C(O)-(C_1-C_6)alkyl or (s) -C(O)-aryl;

R^{35} and R^{36} for each occurrence are independently (a) hydrogen, (b) -(C_1-C_6)alkyl or (c) -(C_0-C_6)alkyl-aryl;

R^{37} is (a) hydrogen, (b) -(C_1-C_6)alkyl optionally substituted with one or more halo, hydroxy or methoxy, (c) -(C_0-C_6)alkyl-aryl or (d) -(C_0-C_6)alkyl-het;

aryl is (a) phenyl optionally substituted with one or more substituents independently selected from Group Z; (b) naphthyl optionally substituted with one or more substituents independently selected from Group Z or (c) biphenyl optionally substituted with one or more substituents independently selected from Group Z;

het for each occurrence is a 4-, 5-, 6-, 7- and 8-membered fully saturated, partially saturated or fully unsaturated mono-, bi- or tricyclic heterocyclic ring containing from one to four heteroatoms independently selected from the group consisting of oxygen, sulfur and nitrogen; wherein in the bicyclic ring, a monocyclic heterocyclic ring is spiro fused to a -(C_3-C_8)cycloalkyl ring or to another heterocyclic ring which is fully or partially saturated; or is fused via two atoms to a benzene ring, a -(C_3-C_8)cycloalkyl ring or another heterocyclic ring; and wherein in the tricyclic ring, a bicyclic ring is spiro fused to a -(C_3-C_8)cycloalkyl ring or to another heterocyclic ring which is fully or partially saturated; or is fused via two atoms to a benzene ring, a (C_3-C_6)cycloalkyl ring, or another heterocyclic ring;

said het optionally contains one to three bridging atoms independently selected from oxygen, sulfur and nitrogen; said bridging atoms are attached to two other atoms in the ring; and said bridging atoms are optionally substituted with one to three groups independently selected from -(C_1-C_6)alkyl and hydroxy;

said het optionally has one or two oxo groups substituted on carbon or one or two oxo groups substituted on sulfur;

said het is optionally substituted on carbon or nitrogen, on one ring if the moiety is monocyclic, on one or both rings if the moiety is bicyclic, or on one, two or three rings if the moiety is tricyclic, with one or more substituents independently selected from Group Z;

Group Z for each occurrence is independently (a) hydrogen, (b) halogen,

(c) trifluoromethyl, (d) hydroxy, (e) $-OCF_3$, (f) -CN, (g) $-NO_2$, (h) $-(C_1-C_6)$alkyl optionally substituted with one or more substituents independently selected from the group consisting of hydroxy, halogen, $-OCF_3$ and $-CF_3$, (i) $-(C_2-C_6)$alkenyl optionally substituted with phenyl, (j) $-(C_2-C_5)$alkynyl, (k) $-(C_1-C_6)$alkoxy, (l) $-(C_0-C_6)$alkyl-phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, $-OCF_3$, $-CF_3$, $-(C_1-C_4)$alkyl, $-(C_1-C_4)$alkoxy and $-C(O)CH_3$, (m) $-(C_0-C_6)$alkyl-naphthyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, $-OCF_3$, $-CF_3$, $-(C_1-C_4)$alkyl, $-(C_1-C_4)$alkoxy and $-C(O)CH_3$, (n) $-C(O)_2R^{35}$, (o) $-(C_0-C_6)$alkyl-$C(O)NR^{35}R^{36}$, (p) $-(C_0-C_6)$alkyl-$C(O)R^{38}$, (q) $-NR^{35}R^{36}$, (r) $-NR^{35}-C(O)NR^{35}R^{36}$, (s) $-NR^{35}-C(O)R^{36}$, (t) $-OR^{37}$, (u) $-SR^{37}$, (v) $-(C_3-C_{10})$cycloalkyl, (w) $-(C_0-C_6)$alkyl-pyridinyl optionally substituted with one or more $-(C_1-C_6)$alkyl which is optionally substituted with one or more substituents independently selected from the group consisting of hydroxy and halo, (x) $-(C_0-C_6)$alkyl-piperidinyl optionally substituted with one or more $-(C_1-C_6)$alkyl which is optionally substituted with one or more substituents independently selected from hydroxy and halo, (y) $-SO_2-R^{37}$, (z) $-SO_2-NR^{35}R^{36}$ or

(a1) -S-phenyl-CH_2OH;

R^{38} is (a) $-(C_1-C_6)$alkyl, (b) $-(C_0-C_6)$alkyl-phenyl, (c) $-(C_0-C_6)$alkyl-phenanthrenyl optionally substituted with one to three CF_3, (d) $-(C_0-C_6)$alkyl-pyrrolidinyl or (e) $-(C_0-C_6)$alkyl-morpholinyl;

or any two Z Groups for any occurrence in the same variable may be taken together to form (a) a carbocyclic ring of the formula $-(CH_2)_e-$ or (b) a heterocyclic ring selected from the group consisting of $-O(CH_2)_fO-$, $-(CH_2)_gNH-$ and -CH=CHNH-;

m is 0, 1 or 2;

n is 0, 1, 2 or 3;

b is 3, 4, 5, 6 or 7;

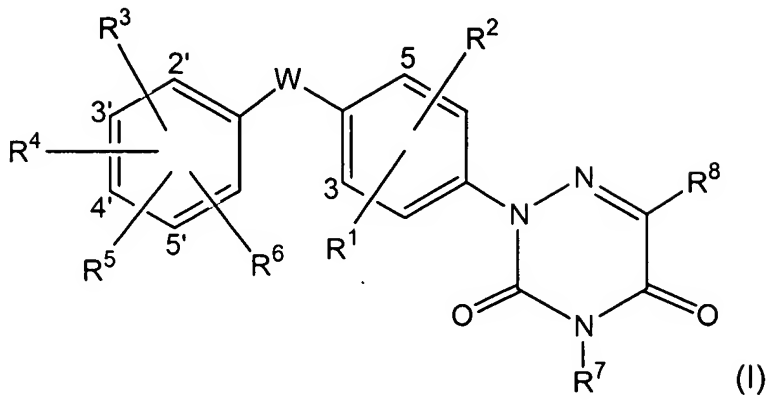
c, f, g, j and k are each independently 2, 3, 4, 5 or 6; and

e is 3, 4, 5, 6 or 7;

provided that in a compound of Formula I : 1) the substituent $-C(R^{14})(R^{15})(R^{16})$ in R^4 is other than (C_1-C_4)alkyl; and 2) R^4 is halo only when R^8 is $-C(O)-OR^9$ or $-C(O)NR^{10}R^{11}$.

Claims 2-54 (Cancelled).

Claim 55 (New). A compound of the formula:



(I)

or a pharmaceutically acceptable salt of said compound, in which:

W is -O-,

R^1 is located at the 3-position and is selected from methyl, bromo, or chloro,

R^2 is located at the 5-position and is selected from methyl, bromo, or chloro,

R^3 is located at the 2' position and is represented by hydrogen,

R^4 is located at the 3' position and is represented by $-C(R^{14})(R^{15})(R^{16})$,

R^5 is located at the 4' position and is represented by hydroxy or methoxy,

R^6 is located at the 5' position and is represented by hydrogen,

R^7 is hydrogen,

R^8 is hydrogen,

R^{14} is hydrogen, or $-(C_1-C_6)$ alkyl,

R^{15} is hydrogen or $-(C_1-C_6)$ alkyl,

R^{16} is $-(C_0-C_6)$alkyl-aryl,

aryl is (a) phenyl optionally substituted with one or more substituents independently selected from Group Z; (b) naphthyl optionally substituted with one, or more substituents independently selected from Group Z or (c) biphenyl optionally substituted with one or more substituents independently selected from Group Z, and;

Group Z, for each occurrence, is independently selected from the group consisting of (a) hydrogen, (b) halogen, (c) trifluoromethyl, (d) hydroxy, (e) $-OCF_3$, (f) -CN, (g) $-NO_2$, and (h) $-(C_1-C_6)$alkyl.

Claim 56 (New). A compound according to claim 55 in which R^1 and R^2 are each methyl.

Claim 57 (New) A compound according to claim 55 in which R^5 is hydroxy.

Claim 58 (New). A compound according to claim 55 in which R^{16} is (C_0)alkyl-aryl.

Claim 58 (New) A compound according to claim 58 in which aryl is phenyl, optionally substituted with one or more substituents independently selected from Group Z.

Claim 59 (New) A compound according to claim 55 selected from the group consisting of:

i) 2-{3-chloro-4-[3-(4-fluoro-benzyl)-4-hydroxy-phenoxy]-5-methyl-phenyl}-2H [1,2,4]triazine-3,5-dione;

ii) 2-{4-[3-(4-fluoro-benzyl)-4-methoxy-phenoxy]-3,5-dimethyl-phenyl}-2H-[1,2,4]triazine-3,5-dione;

iii) 2-(4-{3-[(4-fluoro-phenyl)-hydroxy-methyl]-4-hydroxy-phenoxy}-3,5-dimethyl-phenyl)-2H-[1,2,4]triazine-3,5-dione;

iv) 2-{4-[3-(4-fluoro-benzyl)-4-hydroxy-phenoxy]-3,5-dimethyl-phenyl}-2H-[1,2,4]triazine-3,5-dione

v) 2-{3,5-dichloro-4-[3-(4-fluoro-benzyl)-4-hydroxy-phenoxy]-phenyl}-2H-[1,2,4]triazine-3,5-dione, and;

vi) 2-{3,5-dibromo-4-[3-(4-fluoro-benzyl)-4-hydroxy-phenoxy]-phenyl}-2H-[1,2,4]triazine-3,5-dione

Claim 60 (New). A pharmaceutical composition comprising an effective amount of a compound of claim 1 or a pharmaceutically acceptable salt of said compound, in admixture with a pharmaceutically acceptable carrier.

Claim 61 (New). 2-{4-[3-(4-Fluoro-benzyl)-4-hydroxy-phenoxy]-3,5-dimethyl-phenyl}-2H- [1,2,4]triazine-3,5-dione, or a pharmaceutically acceptable salt of said compound.

Claim 62 (New). A topical pharmaceutical composition comprising an effective amount of a compound of claim 61, in admixture with a pharmaceutically acceptable topical carrier.